

UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

YOU ARE NOTIFIED THAT:

1. The undersigned moving party, _____, filed a Motion For Use of Cash Collateral To Obtain Credit (*check one*). A copy of the motion, which INCLUDES the statement required by [Local Form #541.7](#), is attached.
2. The name and service address of the moving party's attorney (or moving party, if no attorney) are: _____.
3. A **FINAL** HEARING on the motion WILL BE HELD ON _____ AT _____ IN _____, and testimony will be received if offered and admissible.
4. If you WISH TO OBJECT to the motion, YOU SHALL, WITHIN 10 DAYS OF THE SERVICE DATE SHOWN in pt. 5 BELOW, FILE with the Clerk of Court (i.e., if the 5-digit portion of the Case No. begins with "3" or "4", mail to 1001 SW 5th Ave. #700, Portland OR 97204; OR if it begins with "6" or "7", mail to 405 E 8th Ave #2600, Eugene OR 97401), BOTH: (1) a written response, which states the facts upon which you will rely, AND (2) a certificate showing a copy of the response has been served on the U.S. Trustee and the party named in pt. 2 above. See [Local Form #541.50](#) for details.
5. On _____ copies of BOTH this notice AND the motion, were served pursuant to FRBP 7004 on the debtor(s); any debtor's attorney; any trustee; any trustee's attorney; members of any committee elected pursuant to 11 U.S.C. §705; any Creditors' Committee Chairperson [or, if none serving, on all creditors listed on the list filed pursuant to FRBP 1007(d)]; any Creditors' Committee attorney; the U.S. Trustee; and all affected lien holders whose names and addresses used for service are as follows:

Signature

(If debtor is movant) Debtor's Address & Taxpayer ID#(s) (last 4 digits)

1 J. Stephen Werts, OSB No. 74337
2 E-mail address: swerts@cablehuston.com
3 Chad M. Stokes, OSB No. 004007
4 E-mail address: cstokes@cablehuston.com
5 CABLE HUSTON BENEDICT HAAGENSEN & LLOYD LLP
6 Suite 2000, 1001 SW Fifth Avenue
7 Portland, OR 97204-1136
8 Telephone: (503) 224-3092
9 Facsimile: (503) 224-3176
10 Of Attorneys for Debtor

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UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF OREGON

PORTLAND DIVISION

In re:
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REMINGTON RANCH, LLC,
Debtor.

Case No. 10- 30406-elp11

**DEBTOR'S MOTION FOR AN ORDER
TO SECURE SUPPLEMENTAL POST-
PETITION FINANCING**

Remington Ranch, LLC, Debtor and Debtor-in-Possession in this Chapter 11 case (collectively “Debtor”), hereby applies for an Order, pursuant to Sections 105 and 364 of Title 11 of the United States Code, and Rule 4001 of the Federal Rules of Bankruptcy Procedure, authorizing Debtor to enter into an Amended Post Petition Loan Agreement with James Pippin (“Lender”) in the form attached as Exhibit 1. Debtor also respectfully requests an Order: (a) granting an administrative expense status to Lender; and (b) scheduling a hearing pursuant to Bankruptcy Rule 4001 with respect to this Amended Motion.

In Support of this Motion, Debtor states as follows:

JURISDICTION

1. On January 21, 2010, (the “Petition Date”), Debtor filed a voluntary petition for

Page 1 - DEBTOR'S MOTION FOR AN ORDER TO SECURE SUPPLEMENTAL POST-
PETITION FINANCING

- 1 a. Pursuant to 11 U.S.C. 364 (c)(1) and (c)(2), authorizing Debtor to enter into the
2 Post Petition Loan Agreement attached as Exhibit 1 with Lender to obtain
3 additional post-petition financing in the amount of \$18,400 for the purpose of
4 paying limited operating expenses pending the approval of its plan of
5 reorganization.
- 6 b. Authorizing Debtor to spend funds from the post petition financing as provided in
7 the budget attached as Exhibit 2. However, Debtor requests a provision that: (1)
8 allows it to exceed its budget by no more than 10 percent without seeking
9 approval from the Court; (2) allows it to use savings from one expense category to
10 pay expenses in another category; and (3) allows it to carry forward unused funds
11 for use in a subsequent month.
- 12 c. Scheduling a hearing on this Motion pursuant to Bankruptcy Rule 4001.

BASIS AND JUSTIFICATION FOR RELIEF

11. Debtor has an immediate need to obtain the additional post-petition financing to
12 pay operating expenses to preserve the value of business for the benefit of the estate and
13 creditors. Without immediate access to the post-petition financing, Debtor will not be able to
14 pay for basic services, including electricity and security, thereby impairing the value of the
15 business.

POST-PETITION FINANCING TERMS AND CONDITIONS

16. Lender has agreed to make post-petition advances up to the amount of \$18,400 to
17 Debtor with interest thereon at the rate of six (6%) percent per annum until paid.

18. All post-petition financing from Lender shall be:

- 19 a. Given an administrative expense status, subordinate only to U.S. Trustee fees and
20 professional fees.

21. Due to current economic conditions prevailing in Oregon and throughout the
22 Western United States, the financial condition of the financial institution which provided

1 Debtor's pre-petition financing, and Debtor's own financial situation, Debtor is unable to obtain
2 post-petition financing on an unsecured basis or on a secured basis on terms and conditions more
3 favorable than those offered by the Lender. The terms and conditions of the Post Petition Loan
4 Agreement between Lender and Debtor are fair and reasonable in the current market based
5 considering Debtor's financial circumstances.

6 15. Good cause exists for approval of the Post Petition Loan Agreement on the terms
7 and conditions described above and for the entry of an Order, in the form attached as Exhibit 3.
8 Entry of the Order will permit Debtor to continue operating, preserve its going-concern-value,
9 and increase the probability of a successful reorganization.

16. This Motion does not seek approval for any of the provisions in LBF 541.7.

11 WHEREFORE, Debtor respectfully requests entry of an interim and final order granting
12 the relief described above, and such other relief as the Court may deem proper.

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14 DATED this 22nd day of September, 2010.

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Respectfully submitted,

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CABLE HUSTON BENEDICT
HAAGENSEN & LLOYD LLP

10

/s/ Chad M. Stokes

10

J. Stephen Werts, OSB No. 74337
Chad M. Stokes, OSB No. 004007
Of Attorneys for Debtor

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Page 4 - DEBTOR'S MOTION FOR AN ORDER TO SECURE SUPPLEMENTAL POST-PETITION FINANCING

CABLE HUSTON BENEDICT HAAGENSEN & LLOYD LLP
1001 SW FIFTH AVENUE, SUITE 2000
PORTLAND, OREGON 97204-1136
TELEPHONE (503) 224-3092, FACSIMILE (503) 224-3176

EXHIBIT 1

PROMISSORY NOTE FOR SUPPLEMENTAL POST PETITION FINANCING

\$18,400.00
September ___, 2010

Portland, Oregon

RECITALS

A. WHEREAS Remington Ranch, LLC (“Debtor”) is an Oregon limited liability company that owns 2030 acres in Powell Butte, Oregon of zoned designation resort land, which presently includes a fully completed sales center and a partially constructed golf course, including the supporting infrastructure.

B. WHEREAS On January 21, 2010, (the “Petition Date”), Debtor filed a voluntary petition for relief order Chapter 11 of Title 11 of the United States Bankruptcy Code.

C. WHEREAS Debtor needs limited funds to pay operating expenses through Plan Confirmation.

D. WHEREAS Jim Pippin (“Lender”) is willing to provide \$18,400 in supplemental Post-Petition financing to pay ongoing operating expenses on certain terms and conditions.

AGREEMENT

For value received, the undersigned promises to pay to the order of Jim Pippin the principal sum of EIGHTEEN THOUSAND FOUR HUNDRED NO/100 DOLLARS (\$18,400) together with interest thereon at the rate of 6% per annum from the date of this Promissory Note (this “Note”) through the date when this note is fully paid.

Lender is granted an administrative expense subordinate to the US Trustee fees and professional fees.

REMINGTON RANCH LLC

By: _____
Name: _____
Its: _____

EXHIBIT 2

Remington Ranch Monthly Budget
Beginning September, 2010

Vendor	Item	Amount
AT&T	Cell Phones	\$ 117
Qwest	Sales Center Phone	25
Sabrina Slate	Bookkeeping	600
Capital Premium Financing	Insurance	203
Brent Caldiera	Security	1,900
Wells Fargo	Bank Fees	20
Earthlink	Website Hosting	20
Pacific Power	Electricity	1,000
American Hallmark	Insurance	295
N/A	10% Contingency	418
Total:		<u>\$ 4,598</u>

EXHIBIT 3

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON
PORTLAND DIVISION

In re:

REMINGTON RANCH, LLC,
Debtor.

Case No. 10-30406-elp11

**ORDER ON DEBTOR'S MOTION TO
SECURE SUPPLEMENTAL POST
PETITION FINANCING**

THIS MATTER, having come before the court on the Motion of Remington Ranch LLC, Debtor and Debtor-in-Possession ("Debtor") in this Chapter 11 case, on its Motion to Secure Supplemental Post Petition Financing ("Motion"), and the Court having heard and considered the arguments of counsel and all relevant pleadings, exhibits and documents of record in this case, now therefore the Court hereby finds and concludes:

NOW THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:

1. Subject to the terms of this Order, the Debtor's Motion is approved.

2. The Court grants Debtor's motion (a) authorizing Debtor to enter into the Post Petition Loan Agreement attached as Exhibit 1 to the Motion with Lender to obtain post-petition financing in the amount of \$18,400.

3. Debtor may spend funds as provided in the budget attached to this Order as Exhibit A. Debtor may use savings from one expense category to pay expenses in another category, and may carry forward unused funds for use in a subsequent monthly. However, Debtor may not exceed the monthly aggregate budget by more than 10 percent without Court approval.

Presented by:

CABLE HUSTON BENEDICT
HAAGENSEN & LLOYD LLP

/s/ Chad M. Stokes
J. Stephen Werts, OSB No. 74337
Chad M. Stokes, OSB No. 004007
Of Attorneys for Debtor

cc: List of Interested Parties
*US Trustee
USTPRegion18.PL. ECF@usdoj.gov

CERTIFICATE OF SERVICE

I hereby certify that I served the foregoing **DEBTOR'S MOTION FOR AN ORDER TO SECURE SUPPLEMENTAL POST-PETITION FINANCING** on:

- RONALD T ADAMS rta@bhlaw.com, tl@bhlaw.com;docketing@bhlaw.com
- CHRISTOPHER R AMBROSE crambrose@ambroselaw.com, dmharary@ambroselaw.com;talorence@ambroselaw.com
- KENNETH P CHILDS kpchild@stoel.com, erheaston@stoel.com;docketclerk@stoel.com
- TIMOTHY J CONWAY tim.conway@tonkon.com, nancy.kennedy@tonkon.com
- SUSAN T FELSTINER sfelstiner@cablehuston.com, msenger@cablehuston.com
- MICHAEL W FLETCHER michael.fletcher@tonkon.com, tammy.brown@tonkon.com
- MARTIN E HANSEN meh@francishansen.com, kathy@francishansen.com;michele@francishansen.com;mike@francishansen.com;regina@francishansen.com
- HOWARD M LEVINE howard@sussmanshank.com, janine@sussmanshank.com
- SHANNON R MARTINEZ smartinez@sglaw.com, epaetsch@sglaw.com
- MICHAEL H McGEAN mike@francishansen.com, regina@francishansen.com
- US Trustee, Portland USTPRegion18.PL.ECF@usdoj.gov
- JOHN W WEIL bmail@hooplaw.com, tgranados@hooplaw.com
- Thomas K ^Hooper2 bmail@hooplaw.com, tgranados@hooplaw.com
- JOHN W ^WEIL2 bmail@hooplaw.com, tgranados@hooplaw.com

[X] by **CM/ECF NOTICE OF ELECTRONIC FILING**, a full, true and correct copy thereof to the party at the e-mail address shown above, on the date set forth below;

SEE ATTACHED MATRIX

[X] by **MAILING**, a full, true and correct copy thereof in a sealed, postage-paid envelope, addressed as shown above and on the attached, and deposited with the U.S. Postal Service at Portland, Oregon, on the date set forth below;

1
2 DATED this 22nd day of September, 2010.
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5 /s/ Chad M. Stokes
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J. Stephen Werts, OSB No. 74337
Chad M. Stokes, OSB No. 004007
Of Attorneys for Debtor

Page 2 – CERTIFICATE OF SERVICE

CABLE HUSTON BENEDICT HAAGENSEN & LLOYD LLP
1001 SW FIFTH AVENUE, SUITE 2000
PORTLAND, OREGON 97204-1136
TELEPHONE (503) 224-3092, FACSIMILE (503) 224-3176

Case 10-30406-elp11
District of Oregon
Portland
Wed Sep 22 12:51:48 PDT 2010

Remington Ranch, LLC
1814 SW Remington Ranch Dr.
Powell Butte, OR 97753-1844

Wilbur-Ellis Company
1101 N Argonne Rd #213
Spokane Valley, WA 99212-2699

1001 SW 5th Ave #700
Portland, OR 97204-1141

American Infosource Lp As Agent for
T Mobile/T-Mobile USA Inc
PO Box 248848
Oklahoma City, OK 73124-8848

Andy Bryant
221 Southwest Moondridge Place
Portland, OR 97225-6467

Anita & Christopher Manns
14811 NE 64th St.
Redmond, WA 98052-4746

Avion Water Co.
60813 Parrell Road
Bend, OR 97702-2599

Azure Global Real Estate Fund LP
Compass Azure Fund Managers
1125 NW Couch St., Ste 840
Portland, OR 97209-4129

Ball Janik LLP
101 SW Main St., Ste 1100
Portland, OR 97204-3219

Ball Janik LLP
c/o Brad T. Summers
101 SW Main St #1100
Portland, OR 97204-3219

Bank of America Business Card
PO Box 15710
Wilmington, DE 19886-5710

Bernard & Linda Paine
130 Country Club Dr.
Whitney, TX 76692-4636

Bittner & Hahs, P.C.
c/o J Terrence Bittner
4949 SW Meadows Rd., Ste 260
Lake Oswego, OR 97035-3157

Brian Depolo
Hart Howerton Ltd
One Union St #3
San Francisco CA 94111-1223

Bullivant Houser Bailey PC
Attn Steve Uriguen
300 Pioneer Tower
888 SW Fifth Ave
Portland, OR 97204-2012

Cascade Design Center
1805 NE Hwy 20
Bend, OR 97701-4832

Catherine Cushman
c/o Christopher R Ambrose
312 NW 10th Ave #200
Portland OR 97209-3121

Central Oregon Land, LLC
c/o Douglas R. Pahl
Perkins Coie LLP
1120 NW Couch Street, 10th Floor
Portland, OR 97209-4128

Central Petroleum Services, Inc.
PO Box 5684
Bend, OR 97708-5684

Charlie Denson
2820 SW Labbe Avenue
Portland, OR 97221-3241

Christopher Pippin
63143 Dakota Drive
Bend, OR 97701-7747

Clear Fir Partners LP
4951 NE Laurelcrest Ln
Seattle WA 98105-5244

Cohen & Bender
12400 Wilshire Blvd, Ste 310
Los Angeles, CA 90025-1046

Columbia River Bank
925 SW Emkay Dr., Ste 100
Bend, OR 97702-1114

Columbia State Bank
Successor in Interest to Columbia River
c/o Erich M. Paetsch
P.O. Box 470
Salem, OR 97308-0470

Columbia State Bank
c/o Erich M. Paetsch
P.O. Box 470
Salem, OR 97308-0470

Columbia State Bank
c/o Erich M. Paetsch, Saalfeld Griggs, P
P.O. Box 470
Salem, OR 97308-0470

Community Broadband
PO Box 1595
Redmond, OR 97756-0510

Crook County Tax Collector
200 NE 2nd St., Ste 100
Prineville, OR 97754-1996

Cushman Note
60530 Sunset View Dr.
Bend, OR 97702-8108

DVA Advertising & Public Relations
109 NW Greenwood, Ste 103
Bend, OR 97701-2081

Dale Tompkins
12837 SW Cornett Loop
Powell Butte, OR 97753-1817

Dennis Logan
77661 Paterson Ferry Road
Irrigon, OR 97844-7131

Denny Denton
65823 Bearing Dr
Bend, OR 97701-0118

Design Space
2235 Encinitas Blvd, #111
Encinitas, CA 92024-4356

Design Space Modular Buildings Inc
POB 1847
Redmond OR 97756-0524

Destination Resort Group LLC
c/o Glenn M Kotara
56875 Nest Pine Drive
Bend, OR 97707-2076

Douglas Berry
1646 NW Steidl Road
Bend, OR 97701-1855

(p)US BANK
PO BOX 5229
CINCINNATI OH 45201-5229

Elbert Note
13755 SE 180th Ave
Boring, OR 97089-8279

Fairway & Greene
PO Box 73
Brattleboro, VT 05302-0073

Faulks Bros Construction Inc
E3481 Royalton St
Waupaca WI 54981-8847

Fia Card Services NA
1000 Samoset Drive
DE5-023-03-03
Newark, DE 19713-6000

Floregon Investment Company LLC
Attn: Mike O'Connell
9400 SW Barnes Rd., #550
Portland, OR 97225-6690

Fluid Images
PO Box 3500
PMB 189
Sisters, OR 97759-3500

Ford Credit
PO Box 7172
Pasadena, CA 91109-7172

Ford Motor Credit Company LLC
P O Box 6275
Dearborn, MI 48121-6275

GE Capital
PO Box 802585
Chicago, IL 60680-2585

GGL Architecture LLC
497 SW Century Drive, Ste 105
Bend, OR 97702-1167

Garnish
PO Box 94
Bend, OR 97709-0094

Glenn Kotara
56875 Nest Pine Drive
Bend, OR 97707-2076

Greer, Mahr & Associates LLP
499 SW Upper Terrace Dr., Ste A
Bend, OR 97702-1582

Harold Calderia
PO Box 57
Powell Butte, OR 97753-0057

Hart Howerton Ltd
c/o Kenneth P Childs
Stoel Rives LLP
900 SW 5th Ave #2600
Portland OR 97204-1268

Hooker Creek Companies LLC
POB 457
Bend OR 97709-0457

Hooker Creek Companies, LLC
 c/o Francis Hansen & Martin LLP
 1148 NW Hill Street
 Bend, OR 97701-1914

Horizon
 261 N. Roosevelt Ave.
 Chandler, AZ 85226-2616

House of Carrington
 1100 Cottonwood Ave, Ste 300
 Hartland, WI 53029-8364

(p)INTERNAL REVENUE SERVICE
 CENTRALIZED INSOLVENCY OPERATIONS
 PO BOX 21126
 PHILADELPHIA PA 19114-0326

Integrity Golf LLC
 c/o Howard M. Levine
 Sussman Shank LLP
 1000 SW Broadway, Suite 1400
 Portland, OR 97205-3089

Integrity Golf, LLC
 27884 Del Rio Rd
 Temecula, CA 92590-2674

Jim Pippen
 1814 SW Remington Ranch Dr.
 Powell Butte, OR 97753-1844

John Bradley
 PO Box 764
 Lake Oswego, OR 97034-0076

John Bradley Trust
 PO Box 764
 Lake Oswego, OR 97034-0076

John Shaw
 223 S. Prairieville
 Athens, TX 75751-2541

John Shaw c/o
 Martin R. Bennett
 Kugle Skelton & Bennett PC
 130 E. Corsicana St, Ste 302
 Athens, TX 75751-2576

John Shaw c/o
 Martin Ray Bennett
 Kugle Skelton & Bennett PC
 130 E. Corsicana St., Ste 302
 Athens, TX 75751-2576

John Staenburg
 100 4th Ave., N., Ste 550
 Seattle, WA 98109-4983

Kenneth Elbert
 c/o Ronald T Adams
 805 SW Broadway #1900
 Portland OR 97205-3359

Kleinfeldler
 c/o Annette Rustung
 5015 Shoreham Pl
 San Diego CA 92122-5926

(c)LARRY RODGERS DESIGN GROUP INC.
 3333 S WADSWORTH BLVD UNIT D318
 LAKWOOD CO 80227-5165

Lucio Dalla Gasparina
 PO Box 447
 Rutherford, CA 94573-0447

Mark Bocci
 385 1st St., Ste 215
 Lake Oswego, OR 97034-3268

Martin Tisthammer
 8621 North Ryegrass Way
 Prineville, OR 97754-8302

Miller Nash LLP
 1567 SW Chandler Ave.,
 Bend, OR 97702-3257

Mobile Mini USA
 c/o Greg A. Pfister
 720 SW Washington St. #750
 Portland, OR 97205-3509

Mobile Mini, Inc
 7420 S. Kyrene Rd., Ste 101
 Tempe, AZ 85283-4678

Ned & Margie Buhler
 6543 S. Gozzer Rd
 Harrison, ID 83833-5022

Norman Daniels
 1321 SE 7th Court
 Vancouver, WA 98664

Out Door Solutions Inc
 c/o Todd Beld RA
 POB 2721
 Palm Desert CA 92261-2721

PIP Golf
 c/o James Pippin
 1814 SW Remington Ranch Dr.
 Powell Butte, OR 97753-1844

(p)PACIFICORP
 ATTN: BANKRUPTCY
 PO BOX 25308
 SALT LAKE CITY UT 84125-0308

Pacific Power
 POB 25308
 Salt Lake City UT 84125-0308

Perkins Coie LLP
 Attn: Jeanette L. Thomas
 1120 N.W. Couch St., 10th Fl.
 Portland, OR 97209-4128

Peter & Jan Jacobsen
 3461 Bonita Way, Ste 204
 Bonita Springs, FL 34134-4378

Peter Jacobsen
2771 Marina Point Dr.
Bonita Springs, FL 34134

Pinnacle Design Co
74-020 Alessandro #E
Palm Desert CA 92260-3707

Pippin Family LLC
383 SW Bluff Dr., #206
Bend, OR 97702

Pitney Bowes
Bkcy Dept
27 Waterview Dr
Shelton CT 06484-4301

Pitney Bowes Global Financial Svcs
Pitney Bowes Inc
27 Waterview Drive
Shelton, CT 06484-4361

Porsche Payment Center
PO Box 740724
Cincinnati, OH 45274-0724

Porterfield Design
842 NW Columiba St
Bend, OR 97701-2411

Quality Drilling & Blasting, LLC
65125 Hunnell Road
Bend, OR 97701-8136

Qwest
PO Box 12480
Seattle, WA 98111-4480

Qwest Corporation
1801 California St Rm 900
Attn: Bankruptcy
Denver CO 80202-2609

Rain for Rent
11035 NE Marx ST
Portland, OR 97220-1035

Renaissance Golf Design, LLC
Tom Doak
530 E. Eighth St.
Traverse City, MI 49686-2629

Richard Cain/Dale Tompkins
12837 SW Cornett LP
Powell Butte OR 97753-1817

Richard M. Cain
13717 SW Houston Lake Road
Powell Butte, OR 97753-1818

Robin Goffrier
2250 S. Moritz Loop
West Linn, OR 97068

SWCA, Inc.
PO Box 92170
Elk Grove Village, IL 60009-2170

Security Pros Inc
389 SW Scalehouse Ct #130
Bend OR 97702-3241

Simplot Partners
Dept. #1136
Los Angeles, CA 90084-0001

State Farm Insurance
215 East First Street
Newberg, OR 97132-2939

Stroemple Deferred Contract
Central Oregon Land LLC
PO Box 1810
Lake Oswego, OR 97035-0010

SunWest Builders
PO Box 489
Redmond, OR 97756-0092

T-Mobile
PO Box 660252
Dallas, TX 75266-0252

Tapestry Blue LLC
3214 NE 42nd St #C
Vancouver WA 98663-3720

Textron Financial Corp
c/o Michael Fletcher Tonkon Torp LLP
888 SW 5th Ave
Portland OR 97204-2012

The Morrow Family Rev. Trust
79390 Tom Fazio Lane South
La Quinta, CA 92253-8001

Tisthammer/Paine
Bernard & Linda Paine
130 Country Club Dr.
Whitney, TX 76692-4636

Tony Margolis
586 Round Hill Road
Greenwich, CT 06831-2724

Triage California Development LLC
385 1st Street, Ste 215
Lake Oswego, OR 97034-3268

Trifecta 1000 LLC
385 1st St., Ste 215
Lake Oswego, OR 97034-3268

Two Tommy, LLC
586 Round Hill Rd
Greenwich, CT 06831-2724

US Trustee, Portland
620 SW Main St #213
Portland, OR 97205-3026

United Pipe & Supply
PO Box 6326
Portland, OR 97228-6326

United Pipe & Supply Co., Inc.
c/o Mitchell Law Office LLC
PO Box 14247
Portland, OR 97293-0247

W&H Pacific
123 SW Columbia St., Ste 100
Bend, OR 97702-3609

WHPacific, Inc.
Attn: Barry Johnson
123 SW Columbia Street
Bend, OR 97702-3608

Western Communications
PO Box 6020
Bend, OR 97708-6020

Western Equipment Distributors
20224 80th Ave. S.
Kent, WA 98032-1288

Winchester DEvelopment
c/o John Shaw
223 S. Prairieville
Athens, TX 75751-2541

CHAD M STOKES
1001 SW 5th Ave #2000
Portland, OR 97204-1136

J STEPHEN WERTS
1001 SW 5TH AVE #2000
PORTLAND, OR 97204-1136

Jack L Meligan
1800 Blankenship Rd #160
West Linn, OR 97068-4173

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

Elan Financial Services
as servicer for Columbia River Bank
P.O. Box 5229
Cincinnati, OH 45201

IRS
PO Box 21126
Philadelphia, PA 19114

(d)IRS
POB 21126
Philadelphia PA 19114

Pacific Power
1033 NE 6th Ave
Portland, OR 97256-0001

Addresses marked (c) above for the following entity/entities were corrected
as required by the USPS Locatable Address Conversion System (LACS).

Larry Rodgers Design Group Inc.
3333 South Wadsworth Blvd, Ste 318
Denver, CO 80227

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(u)Hooker Creek Companies LLC

(u)Integrity Golf LLC

(u)Textron Financial Corporation

(d)Integrity Golf, LLC
c/o Howard M. Levine
Sussman Shank LLP
1000 SW Broadway, Suite 1400
Portland, OR 97205-3089

(d)John Shaw c/o
Martin R. Bennett
Kugle Skelton & Bennett PC
130 E. Corsicana St., Ste 302
Athens, TX 75751-2576

(u)REMINGTON RANCH, LLC - 10-30406

(d)Wilbur-Ellis Company
1101 N Argonne Rd #213
Spokane Valley WA 99212-2699

(d)Brian Depolo
Hart Howerton Ltd
One Union St #3
San Francisco, CA 94111-1223

(u)Catherine E. (Cate) Cushman

(u)Kenneth Elbert

End of Label Matrix	
Mailable recipients	130
Bypassed recipients	13
Total	143